

Exhibit 44

Stuart Breslow

REDACTED - PRIVACY

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Prominent legal and compliance senior executive with proven experience in leading global dynamic organizations, advising boards, and building and managing regulatory relationships. Led key corporate governance initiatives, complex projects, innovative technology program and global Compliance Risk group of 1,000 staff. Recognized industry leader whose strengths include guiding executive management and boards through complex issues with clear communication and gravitas; leading, managing and mentoring people; strong analytical and problem-solving skills; intellectual curiosity with a love of learning; and an unwavering commitment to integrity and excellence.

Work History

McKinsey & Company

Mar 2017 to date

Partner, Risk Practice

Lead McKinsey's Compliance service line providing advice and support to clients globally, with a focus on financial services companies (i.e., banks, broker dealers, asset managers), industry service providers and banking and securities regulators drawing on professional expertise and experience and McKinsey Firm resources

Morgan Stanley, New York, NY

1995 – 2017

Senior Advisor and Managing Director

2016 – Jan 2017

Senior Advisor to the Legal and Compliance Risk management team advising on division-wide strategic initiatives including leading an organizational redesign

Chief Compliance Officer and Managing Director

2005 – 2016 | 1995 – 2001

Responsible for Morgan Stanley's global Compliance program, including financial crimes, in the evolution from an investment bank and asset manager (1995 – 1997) to a diversified financial services provider (1997 – 2001), to a financial holding company regulated by the Federal Reserve and the Office of the Comptroller of the Currency (2008 – 2016)

- *Leadership and management:* Established and enhanced independence and stature of Compliance Risk function; led diverse staff of 1000 globally; responsible for hiring, promotion, compensation, mentoring and professional development
- *Governance:* Member of Morgan Stanley Management, Firm Risk, Global Franchise and Culture, Values and Conduct committees
- *Subject Matter Expert:* Broad and deep knowledge of all key compliance program elements and legal and regulatory requirements for financial services
- *Regulatory Engagement:* Proactive engagement with banking and securities regulators globally
- *Thought leader:* Central role in enterprise compliance culture and conduct initiatives; evolved the Compliance program to be forward-looking focused on risk identification through Compliance Risk Assessment, mitigation through policy formulation and training, and measurement through monitoring, testing and metrics
- *Complex Project Management:* Led and completed complex cross-divisional projects, including Global/Regional AML Remediation, Three Lines of Defense Operating Model, and Financial Holding Company transformation
- *Technology Expertise:* Management of long duration overhaul of all core compliance systems in partnership with dedicated Information Technology group using innovative technologies, both proprietary and vendor sourced

Head of Americas, Litigation Group

1987 – 1995

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Responsibility for all aspects of litigation and regulatory matters including litigation advice, internal investigations, complex matter management, and supervision of outside counsel

Credit Suisse, New York, NY

2001 – 2005

Managing Director and Global Head of Compliance

- First global head of Compliance for Credit Suisse First Boston (CSFB)
- Core member of senior management team that reorganized CSFB in response to significant regulatory concerns, particularly Compliance leadership and management issues
- Created globally-integrated and coordinated Compliance program (including compliance technology)
- Established the Compliance Risk function's independence and stature with senior management and throughout CSFB
- Identified, hired, and retained high quality senior-level compliance staff and redeployed, as appropriate, existing talent

Earlier Work

Brown & Wood, New York, NY, Litigation Associate 1984 – 1987

Csaplár & Bok, Boston, MA, Litigation and Corporate Associate, 1981 – 1984

Board Experience (Non-Profits)

Bard College at Simon's Rock, Great Barrington, MA, Chair, Board of Overseers since July 2013

Bard College, Annandale-On-Hudson, New York, Member, Board of Trustees since July 2013

The Olana Partnership, Hudson, New York, Member, Board of Trustees January 2009 to January 2018

Professional Licenses

- Admitted to the bars of New York and Massachusetts
- Held Securities Industry Series 10, 14 and 24 licenses

Education

Columbia University School of Law, J.D., 1981

Princeton University, A.B. *cum laude*, Woodrow Wilson School of Public and International Affairs, 1977

Bronx High School of Science, 1974